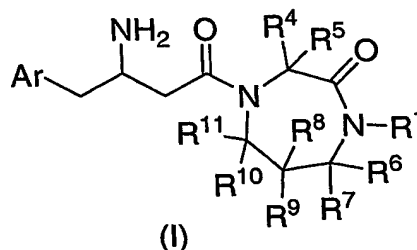


## WHAT IS CLAIMED IS:

1. A compound of the formula I:



- 5 or a pharmaceutically acceptable salt thereof; wherein each n is independently 0, 1, or 2;

Ar is phenyl substituted with one to five R<sup>3</sup> substituents;

- 10 R<sup>1</sup> is selected from the group consisting of hydrogen,

C<sub>1-10</sub> alkyl, wherein alkyl is unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C<sub>1-6</sub> alkoxy, carboxy, C<sub>1-6</sub> alkyloxycarbonyl, and phenyl-C<sub>1-3</sub> alkoxy, wherein alkoxy is unsubstituted or substituted with one to five halogens,

15 (CH<sub>2</sub>)<sub>n</sub>-aryl, wherein aryl is unsubstituted or substituted with one to five substituents independently selected from halogen, CN, hydroxy, R<sup>2</sup>, OR<sup>2</sup>, NHSO<sub>2</sub>R<sup>2</sup>, NR<sup>2</sup>SO<sub>2</sub>R<sup>2</sup>, SO<sub>2</sub>R<sup>2</sup>, CO<sub>2</sub>H, and C<sub>1-6</sub> alkyloxycarbonyl,

20 (CH<sub>2</sub>)<sub>n</sub>-heteroaryl, wherein heteroaryl is unsubstituted or substituted with one to three substituents independently selected from hydroxy, halogen, C<sub>1-6</sub> alkyl, and C<sub>1-6</sub> alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,

(CH<sub>2</sub>)<sub>n</sub>-heterocyclyl, wherein heterocyclyl is unsubstituted or substituted with one to three substituents independently selected from oxo, hydroxy, halogen, C<sub>1-6</sub> alkyl, and C<sub>1-6</sub> alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,

25 (CH<sub>2</sub>)<sub>n</sub>-C<sub>3-6</sub> cycloalkyl, wherein cycloalkyl is unsubstituted or substituted with one to three substituents independently selected from halogen, hydroxy, C<sub>1-6</sub> alkyl, and C<sub>1-6</sub> alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens; and

wherein any methylene (CH<sub>2</sub>) carbon atom in (CH<sub>2</sub>)<sub>n</sub> is unsubstituted or substituted with one to two groups independently selected from halogen, hydroxy, and C<sub>1-4</sub> alkyl unsubstituted or substituted with one to five halogens;

- 5 each R<sup>3</sup> is independently selected from the group consisting of  
hydrogen,  
halogen,  
cyano,  
hydroxy,  
10 C<sub>1-6</sub> alkyl, unsubstituted or substituted with one to five halogens,  
C<sub>1-6</sub> alkoxy, unsubstituted or substituted with one to five halogens,  
carboxy,  
alkoxycarbonyl,  
amino,  
15 NHR<sup>2</sup>,  
NR<sup>2</sup>R<sup>2</sup>,  
NHSO<sub>2</sub>R<sup>2</sup>,  
NR<sup>2</sup>SO<sub>2</sub>R<sup>2</sup>,  
NHCOR<sup>2</sup>,  
20 NR<sup>2</sup>COR<sup>2</sup>,  
NHCO<sub>2</sub>R<sup>2</sup>,  
NR<sup>2</sup>CO<sub>2</sub>R<sup>2</sup>,  
SO<sub>2</sub>R<sup>2</sup>,  
SO<sub>2</sub>NH<sub>2</sub>,  
25 SO<sub>2</sub>NHR<sup>2</sup>, and  
SO<sub>2</sub>NR<sup>2</sup>R<sup>2</sup>;

each R<sup>2</sup> is independently C<sub>1-6</sub> alkyl, unsubstituted or substituted with one to five substituents independently selected from halogen, CO<sub>2</sub>H, and C<sub>1-6</sub> alkyloxycarbonyl;

- 30 R<sup>4</sup>, R<sup>6</sup>, and R<sup>10</sup> are each independently selected from the group consisting of:  
hydrogen,  
cyano,  
carboxy,  
35 C<sub>1-6</sub> alkyloxycarbonyl,

C<sub>1-10</sub> alkyl, unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C<sub>1-6</sub> alkoxy, carboxy,

C<sub>1-6</sub> alkyloxycarbonyl, and phenyl-C<sub>1-3</sub> alkoxy, wherein alkoxy is unsubstituted or substituted with one to five halogens,

(CH<sub>2</sub>)<sub>n</sub>-aryl, wherein aryl is unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C<sub>1-6</sub> alkyl, and C<sub>1-6</sub> alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,

(CH<sub>2</sub>)<sub>n</sub>-heteroaryl, wherein heteroaryl is unsubstituted or substituted with one to three substituents independently selected from hydroxy, halogen, C<sub>1-6</sub> alkyl, and C<sub>1-6</sub> alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,

(CH<sub>2</sub>)<sub>n</sub>-heterocyclyl, wherein heterocyclyl is unsubstituted or substituted with one to three substituents independently selected from oxo, hydroxy, halogen, C<sub>1-6</sub> alkyl, and C<sub>1-6</sub> alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,

(CH<sub>2</sub>)<sub>n</sub>-C<sub>3-6</sub> cycloalkyl, wherein cycloalkyl is unsubstituted or substituted with one to three substituents independently selected from halogen, hydroxy, C<sub>1-6</sub> alkyl, and C<sub>1-6</sub> alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,

(CH<sub>2</sub>)<sub>n</sub>CONR<sup>12</sup>R<sup>13</sup>, wherein R<sup>12</sup> and R<sup>13</sup> are independently selected from the group consisting of hydrogen, tetrazolyl, thiazolyl, (CH<sub>2</sub>)<sub>n</sub>-phenyl, (CH<sub>2</sub>)<sub>n</sub>-C<sub>3-6</sub> cycloalkyl, and C<sub>1-6</sub> alkyl, wherein alkyl is unsubstituted or substituted with one to five halogens and wherein phenyl and cycloalkyl are unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C<sub>1-6</sub> alkyl, and C<sub>1-6</sub> alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens; or wherein R<sup>12</sup> and R<sup>13</sup> together with the nitrogen atom to which they are attached form a heterocyclic ring selected from azetidine, pyrrolidine, piperidine, piperazine, and morpholine wherein said heterocyclic ring is unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C<sub>1-6</sub> alkyl, and C<sub>1-6</sub> alkoxy,

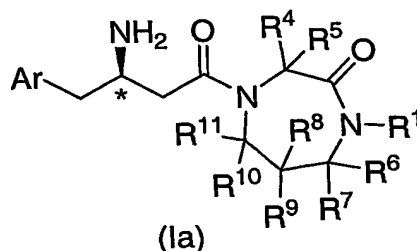
wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens; and wherein any methylene (CH<sub>2</sub>) carbon atom in (CH<sub>2</sub>)<sub>n</sub> is unsubstituted or substituted with one to two groups independently selected from halogen, hydroxy, and C<sub>1-4</sub> alkyl unsubstituted or substituted with one to five halogens;

R<sup>8</sup> is selected from the group consisting of halogen, hydroxy, and R<sup>4</sup>;

R<sup>5</sup>, R<sup>7</sup> and R<sup>11</sup> are each independently hydrogen or C<sub>1-6</sub> alkyl; or wherein R<sup>7</sup> and R<sup>1</sup> together with the nitrogen atom to which R<sup>1</sup> is attached form a heterocyclic ring selected from azetidine, pyrrolidine and piperidine wherein said heterocyclic ring is unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C<sub>1-6</sub> alkyl, and C<sub>1-6</sub> alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens; and

R<sup>9</sup> is selected from the group consisting of hydrogen, hydroxy, halogen, or C<sub>1-6</sub> alkyl; with the proviso that at least one of R<sup>6</sup>, R<sup>7</sup>, R<sup>8</sup> and R<sup>9</sup> is not hydrogen.

2. The compound of Claim 1 of the formula Ia:



wherein the carbon atom marked with an \* has the *R* configuration.

3. The compound of Claim 1 wherein R<sup>3</sup> is selected from the group consisting of hydrogen, fluoro, chloro, bromo, trifluoromethyl, and methyl.

4. The compound of Claim 3 wherein R<sup>3</sup> is hydrogen, chloro, or fluoro.

5. The compound of Claim 1 wherein R<sup>1</sup> is selected from the group consisting of hydrogen, C<sub>1-6</sub> alkyl, wherein alkyl is unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C<sub>1-6</sub> alkoxy, carboxy, C<sub>1-6</sub> alkyloxycarbonyl, and phenyl-C<sub>1-3</sub> alkoxy, wherein alkoxy is unsubstituted or substituted with one to five halogens, and (CH<sub>2</sub>)<sub>n</sub>-C<sub>3-6</sub> cycloalkyl, wherein cycloalkyl is unsubstituted or substituted with one to three substituents independently selected from halogen, hydroxy, C<sub>1-6</sub> alkyl, and C<sub>1-6</sub> alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens; and

wherein any methylene (CH<sub>2</sub>) carbon atom in (CH<sub>2</sub>)<sub>n</sub> is unsubstituted or substituted with one to two groups independently selected from halogen, hydroxy, and C<sub>1-4</sub> alkyl unsubstituted or substituted with one to five halogens.

5                    6.        The compound of Claim 5 wherein R<sup>1</sup> is selected from the group consisting of hydrogen, methyl, and cyclopropyl.

7.        The compound of Claim 6 wherein R<sup>1</sup> is hydrogen.

10                  8.        The compound of Claim 1 wherein R<sup>4</sup> is selected from the group consisting of:  
hydrogen,  
C<sub>1-6</sub> alkyl, unsubstituted or substituted with one to five substituents independently selected from  
halogen, hydroxy, C<sub>1-6</sub> alkoxy, carboxy, C<sub>1-6</sub> alkyloxycarbonyl, and phenyl-C<sub>1-3</sub>  
alkoxy, wherein alkoxy is unsubstituted or substituted with one to five halogens,  
15 (CH<sub>2</sub>)<sub>n</sub>-aryl, wherein aryl is unsubstituted or substituted with one to five substituents  
independently selected from halogen, hydroxy, C<sub>1-6</sub> alkyl, and C<sub>1-6</sub> alkoxy, wherein  
alkyl and alkoxy are unsubstituted or substituted with one to five halogens,  
(CH<sub>2</sub>)<sub>n</sub>-heteroaryl, wherein heteroaryl is unsubstituted or substituted with one to three  
substituents independently selected from hydroxy, halogen, C<sub>1-6</sub> alkyl, and C<sub>1-6</sub> alkoxy,  
20 wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,  
(CH<sub>2</sub>)<sub>n</sub>-C<sub>3-6</sub> cycloalkyl, wherein cycloalkyl is unsubstituted or substituted with one to three  
substituents independently selected from halogen, hydroxy, C<sub>1-6</sub> alkyl, and C<sub>1-6</sub> alkoxy,  
wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens; and  
wherein any methylene (CH<sub>2</sub>) carbon atom in (CH<sub>2</sub>)<sub>n</sub> is unsubstituted or substituted with one to two  
25 groups independently selected from halogen, hydroxy, and C<sub>1-4</sub> alkyl unsubstituted or substituted with  
one to five halogens.

9.        The compound of Claim 8 wherein R<sup>4</sup> is selected from the group consisting of:  
hydrogen,  
30 CH<sub>3</sub>,  
CH<sub>2</sub>CH<sub>3</sub>,  
CH<sub>2</sub>CF<sub>3</sub>,  
CH<sub>2</sub>(2-pyridyl),  
CH<sub>2</sub>Ph,  
35 CH<sub>2</sub>(2-F-Ph),

CH<sub>2</sub>(2-Me-Ph), and  
CH<sub>2</sub>(2-CF<sub>3</sub>-Ph).

10. The compound of Claim 1 wherein R<sup>6</sup> is selected from the group consisting of:  
5 hydrogen,  
C<sub>1-6</sub> alkyl, unsubstituted or substituted with one to five substituents independently selected from  
halogen, hydroxy, C<sub>1-6</sub> alkoxy, carboxy, C<sub>1-6</sub> alkyloxycarbonyl, and phenyl-C<sub>1-3</sub>  
alkoxy, wherein alkoxy is unsubstituted or substituted with one to five halogens,  
(CH<sub>2</sub>)<sub>n</sub>-aryl, wherein aryl is unsubstituted or substituted with one to five substituents  
10 independently selected from halogen, hydroxy, C<sub>1-6</sub> alkyl, and C<sub>1-6</sub> alkoxy, wherein  
alkyl and alkoxy are unsubstituted or substituted with one to five halogens,  
(CH<sub>2</sub>)<sub>n</sub>-heteroaryl, wherein heteroaryl is unsubstituted or substituted with one to three  
substituents independently selected from hydroxy, halogen, C<sub>1-6</sub> alkyl, and C<sub>1-6</sub> alkoxy,  
wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens,  
15 (CH<sub>2</sub>)<sub>n</sub>-C<sub>3-6</sub> cycloalkyl, wherein cycloalkyl is unsubstituted or substituted with one to three  
substituents independently selected from halogen, hydroxy, C<sub>1-6</sub> alkyl, and C<sub>1-6</sub> alkoxy,  
wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens; and  
wherein any methylene (CH<sub>2</sub>) carbon atom in (CH<sub>2</sub>)<sub>n</sub> is unsubstituted or substituted with one to  
two groups independently selected from halogen, hydroxy, and C<sub>1-4</sub> alkyl unsubstituted or  
20 substituted with one to five halogens.

11. The compound of Claim 10 wherein R<sup>6</sup> is selected from the group consisting of:  
hydrogen,  
C<sub>1-6</sub> alkyl, unsubstituted or substituted with one to five substituents independently selected from  
25 halogen, hydroxy, C<sub>1-6</sub> alkoxy, carboxy, C<sub>1-6</sub> alkyloxycarbonyl, and phenyl-C<sub>1-3</sub>  
alkoxy, wherein alkoxy is unsubstituted or substituted with one to five halogens, and  
(CH<sub>2</sub>)<sub>n</sub>-aryl, wherein aryl is unsubstituted or substituted with one to five substituents  
independently selected from halogen, hydroxy, C<sub>1-6</sub> alkyl, and C<sub>1-6</sub> alkoxy, wherein  
alkyl and alkoxy are unsubstituted or substituted with one to five halogens; and  
30 wherein methylene (CH<sub>2</sub>) carbon atom in (CH<sub>2</sub>)<sub>n</sub> is unsubstituted or substituted with one to two  
groups independently selected from halogen, hydroxy, and C<sub>1-4</sub> alkyl unsubstituted or  
substituted with one to five halogens.

12. The compound of Claim 11 wherein R<sup>6</sup> is selected from the group consisting of:  
35 hydrogen,

CH<sub>3</sub>,  
CH<sub>2</sub>CH<sub>3</sub>,  
CF<sub>3</sub>,  
CH<sub>2</sub>Ph, and  
CH<sub>2</sub>(2-F-Ph).

13. The compound of Claim 1 wherein R<sup>8</sup> is selected from the group consisting of:  
hydrogen,

hydroxy,

halogen, and

C<sub>1-6</sub> alkyl, unsubstituted or substituted with one to five substituents independently selected from  
halogen, hydroxy, C<sub>1-6</sub> alkoxy, carboxy, C<sub>1-6</sub> alkyloxycarbonyl, and phenyl-C<sub>1-3</sub>  
alkoxy, wherein alkoxy is unsubstituted or substituted with one to five halogens.

14. The compound of Claim 13 wherein R<sup>8</sup> is hydrogen.

15. The compound of Claim 1 wherein R<sup>10</sup> is selected from the group consisting of:  
hydrogen, and

C<sub>1-6</sub> alkyl, unsubstituted or substituted with one to five substituents independently selected from  
halogen, hydroxy, C<sub>1-6</sub> alkoxy, carboxy, C<sub>1-6</sub> alkyloxycarbonyl, and phenyl-C<sub>1-3</sub>  
alkoxy, wherein alkoxy is unsubstituted or substituted with one to five halogens.

16. The compound of Claim 15 wherein R<sup>10</sup> is hydrogen.

17. The compound of Claim 1 wherein R<sup>5</sup>, R<sup>7</sup> and R<sup>11</sup> are each independently  
selected from hydrogen and methyl.

18. The compound of Claim 17 wherein R<sup>5</sup>, R<sup>7</sup> and R<sup>11</sup> are hydrogen.

19. The compound of Claim 1 wherein R<sup>9</sup> is selected from hydrogen, halogen and  
methyl.

20. The compound of Claim 19 wherein R<sup>9</sup> is hydrogen.

21. The compound of Claim 19 wherein R<sup>9</sup> is methyl and R<sup>5</sup>, R<sup>7</sup>, R<sup>8</sup>, R<sup>10</sup>, and R<sup>11</sup> are hydrogen.

5           22. The compound of Claim 21 wherein R<sup>4</sup> is selected from the group consisting of:  
hydrogen,  
CH<sub>3</sub>,  
CH<sub>2</sub>CH<sub>3</sub>,  
CH<sub>2</sub>CF<sub>3</sub>,  
CH<sub>2</sub>(2-pyridyl),  
10       CH<sub>2</sub>Ph,  
CH<sub>2</sub>(2-F-Ph),  
CH<sub>2</sub>(2-Me-Ph), and  
CH<sub>2</sub>(2-CF<sub>3</sub>-Ph).

15           23. The compound of Claim 1 wherein R<sup>5</sup>, R<sup>7</sup>, R<sup>8</sup>, R<sup>9</sup>, R<sup>10</sup>, and R<sup>11</sup> are hydrogen, with the proviso that R<sup>6</sup> is not hydrogen.

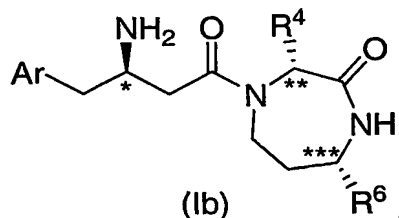
20           24. The compound of Claim 23 wherein R<sup>4</sup> is selected from the group consisting of:  
hydrogen,  
CH<sub>3</sub>,  
CH<sub>2</sub>CH<sub>3</sub>,  
CH<sub>2</sub>CF<sub>3</sub>,  
CH<sub>2</sub>(2-pyridyl),  
CH<sub>2</sub>Ph,  
25       CH<sub>2</sub>(2-F-Ph),  
CH<sub>2</sub>(2-Me-Ph), and  
CH<sub>2</sub>(2-CF<sub>3</sub>-Ph); and

R<sup>6</sup> is selected from the group consisting of:

30       CH<sub>3</sub>,  
CH<sub>2</sub>CH<sub>3</sub>,  
CF<sub>3</sub>,  
CH<sub>2</sub>Ph, and  
CH<sub>2</sub>(2-F-Ph).

35           25. The compound of Claim 24 wherein R<sup>1</sup> is hydrogen.

26. The compound of Claim 25 wherein the stereogenic carbon atoms marked with an \*\* and an \*\*\* have the stereochemistry as depicted in formula Ib:

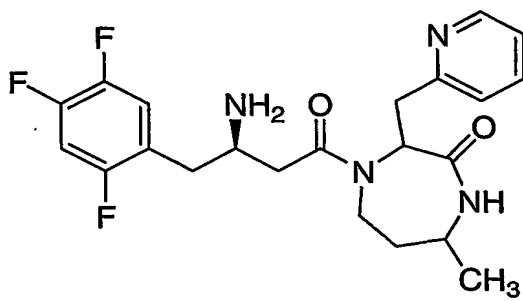
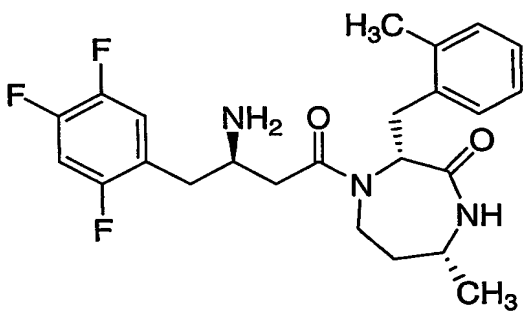
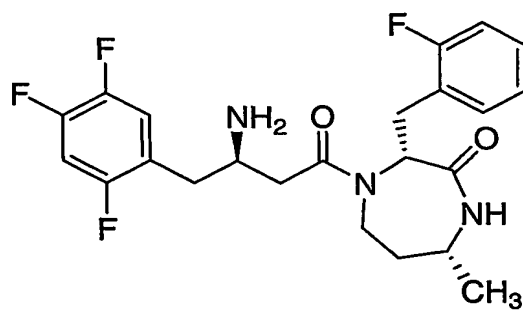
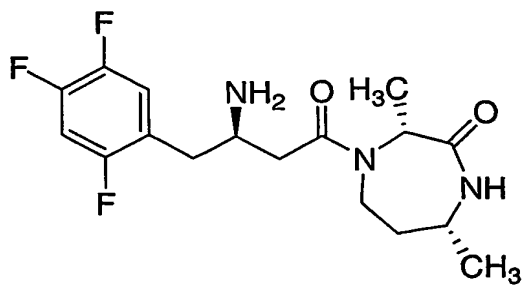


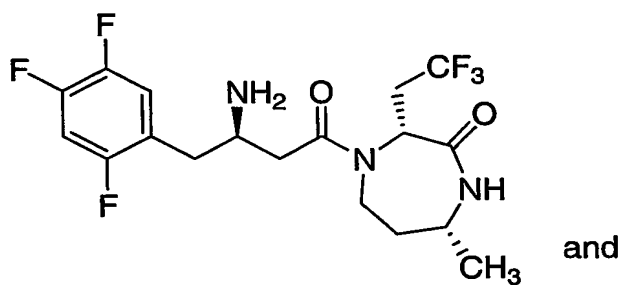
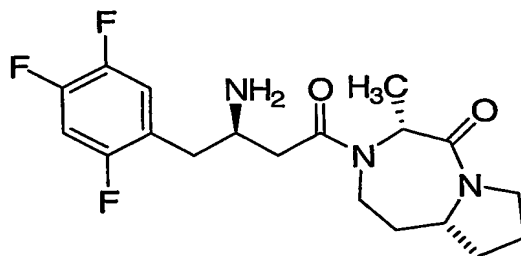
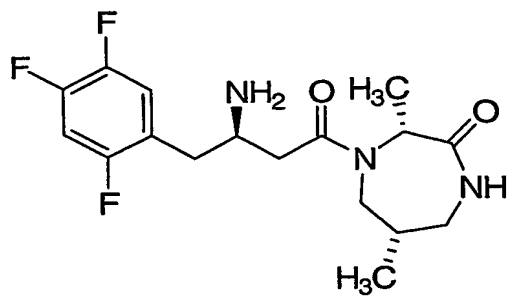
27. The compound of Claim 1 wherein R<sup>7</sup> and R<sup>1</sup> together with the nitrogen atom to which R<sup>1</sup> is attached form a heterocyclic ring selected from azetidine, pyrrolidine and piperidine wherein said heterocyclic ring is unsubstituted or substituted with one to five substituents independently selected from halogen, hydroxy, C<sub>1-6</sub> alkyl, and C<sub>1-6</sub> alkoxy, wherein alkyl and alkoxy are unsubstituted or substituted with one to five halogens.

28. The compound of Claim 27 wherein R<sup>7</sup> and R<sup>1</sup> together with the nitrogen atom to which R<sup>1</sup> is attached form a pyrrolidine ring.

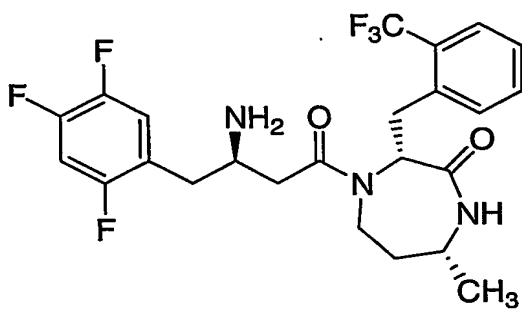
29. The compound of Claim 28 wherein R<sup>4</sup> is selected from the group consisting of:  
hydrogen,  
CH<sub>3</sub>,  
CH<sub>2</sub>CH<sub>3</sub>,  
CH<sub>2</sub>CF<sub>3</sub>,  
CH<sub>2</sub>(2-pyridyl),  
CH<sub>2</sub>Ph,  
CH<sub>2</sub>(2-F-Ph),  
CH<sub>2</sub>(2-Me-Ph), and  
CH<sub>2</sub>(2-CF<sub>3</sub>-Ph).

30. A compound selected from the group consisting of:





and



;

or a pharmaceutically acceptable salt thereof.

- 5                      31.      A pharmaceutical composition which comprises a compound of Claim 1 and a pharmaceutically acceptable carrier.

32. Use of a compound in accordance with Claim 1 in the manufacture of a medicament for use in treating a condition selected from the group consisting of hyperglycemia, Type 2 diabetes, obesity, and a lipid disorder in a mammal.

5                   33. The use according to Claim 32 wherein said lipid disorder is selected from the group consisting of dyslipidemia, hyperlipidemia, hypertriglyceridemia, hypercholesterolemia, low HDL, and high LDL.

10                   34. The pharmaceutical composition of Claim 31 additionally comprising metformin.